

**TRANSFER
TAX
PAID**

QUITCLAIM DEED WITH COVENANT

*Part of
61-60*

*New Lot
61-60-1*

LAFAYETTE WATERVILLE, INC., a Maine corporation with a place of business at Bangor, Penobscot County, Maine, for consideration paid, grants to WATERVILLE RETAIL ASSOCIATES, L.L.C., an Ohio limited liability company, whose mailing address is 1765 Merriman Road, Akron, Ohio 44313, with Quitclaim Covenant, the land in Waterville, Kennebec County, State of Maine, described as follows:

A certain lot or parcel of land, together with any improvements, situated in the City of Waterville, County of Kennebec, State of Maine being more particularly described as follows:

BEGINNING at a point depicted on a plan entitled "Subdivision Plat - Waterville Commons, Route 104 a.k.a. Main Street, City of Waterville, Kennebec County, State of Maine" sheet 2 of 2, prepared for OM Minot Associates, L.L.C. and OM Crystal River Associates L.L.C., prepared by Survey & Geodetic Consultants, Inc., dated March 8, 2001, revised March 27, 2001 and recorded in the Kennebec County Registry of Deeds in Book E-2001, Page 36. Said point of beginning being at the intersection of the Common Access Road Parcel and the westerly sideline of Main Street;

THENCE, S 65°02'13" W a distance of two hundred ninety-five and eighteen hundredths (295.18) feet, along the northerly sideline of said Common Access Road Parcel to a point;

THENCE, N 79°49'16" W a distance of five hundred ninety-five and ninety-two hundredths (595.92) feet, along the northerly sideline of said Common Access Road Parcel to a point. Said point being the TRUE POINT OF BEGINNING of the herein-described parcel;

THENCE, N 03°36'18" E by and along the easterly side of a parcel of land now or formerly owned by R.T. New England Franchise, LLC. as described in Book 6856, Page 269 at the Kennebec County Registry of Deeds a distance of three hundred seventy and twenty hundredths (370.20) feet to a point;

THENCE, S 86°23'42" E by and along land now or formerly owned by Lafayette Waterville, Inc. as described in Book 4469, Page 146 at the Kennebec County Registry of Deeds a distance of four hundred one and sixty-eight hundredths (401.68) feet to a point;

THENCE, S 28°01'14" W by and along said Lafayette Waterville, Inc. a distance of three hundred seventy and forty-six hundredths (370.46) feet to an angle point;

THENCE, S 50°28'41" W by and along said Lafayette Waterville, Inc. a distance of twenty-six and eighteen hundredths (26.18) feet to an angle point;

THENCE, S 28°01'14" W by and along said Lafayette Waterville, Inc. a distance of forty-three and twenty-one hundredths (43.21) feet to a point marking the northerly sideline of said Common Access Road Parcel;

(3) Rudman Wither

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THENCE, N 79°49'16" W a distance of two hundred twelve and ninety-eight hundredths (212.98) feet to the POINT OF BEGINNING.

The above-described parcel, containing 2.75 acres, more or less, is a portion of the property conveyed to Lafayette Waterville, Inc. as described in Book 4469, Page 146 at the Kennebec County Registry of Deeds.

Directions are based on a 1958 MDOT plan and referenced on a plan entitled "Subdivision Plat - Waterville Commons, Route 104 a.k.a. Main Street, City of Waterville, Kennebec County, State of Maine" sheet 2 of 2, prepared for OM Minot Associates, L.L.C. and OM Crystal River Associates L.L.C., prepared by Survey & Geodetic Consultants, Inc., dated March 8, 2001, revised March 27, 2001 and recorded in the Kennebec County Registry of Deeds in Book E-2001, Page 36.

ALSO EXCEPTING AND RESERVING to LAFAYETTE WATERVILLE, INC., an easement for all purposes of a way, including installation and maintenance of utility services, over an area thirty-three (33) feet wide bounded on the north by the southerly side of remaining property of Lafayette Waterville, Inc. This easement is located within the area described as parcel #1 in the easement deed from Roland Ware to Kennebec Water District, dated December 12, 1959, recorded in Book 1177, page 237, and is subject to the rights granted therein.

ALSO EXCEPTING AND RESERVING to LAFAYETTE WATERVILLE, INC., an easement for maintenance and replacement of the existing electrical service to the Highway Sign parcel described in the deed from Lafayette Waterville, Inc. to OM Crystal River Associates, L.L.C. dated February 15, 2001 and recorded in Book 6405, Page 208 of the Kennebec County Registry of Deeds.

This conveyance is made subject to the following:

1. Easement from Roland Ware to Kennebec Water District dated March 2, 1956, recorded in Book 1034, Page 236 of the Kennebec County Registry of Deeds.
2. Easement from Roland Ware to Kennebec Water District dated December 14, 1959, recorded in Book 1177, Page 237 of the Kennebec County Registry of Deeds.
3. Easement from College Motor Hotel, Inc. to Central Maine Power Company dated July 29, 1965, recorded in Book 1393, Page 338 of the Kennebec County Registry of Deeds.
4. Slope and drainage rights acquired by the State of Maine, State Highway Commission by Notice of Taking dated September 7, 1960, recorded in Book 1201, Page 7 of the Kennebec County Registry of Deeds.
5. Slope and drainage rights acquired by the State of Maine, State Highway Commission by Notice of Taking dated October 22, 1958, recorded in Book 1133, page 397 of the Kennebec County Registry of Deeds.
6. Restrictive covenant contained in a deed from Robert Sage to Sun Oil Co. dated August 6, 1965 and recorded in book 1383, page 429 of the Kennebec County Registry of Deeds.

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7. Easements and restrictions described in the deed from Lafayette Waterville, Inc. to OM Crystal River Associates, LLC, dated February 15, 2001 and recorded in Book 6405, Page 208 of the Kennebec County Registry of Deeds.

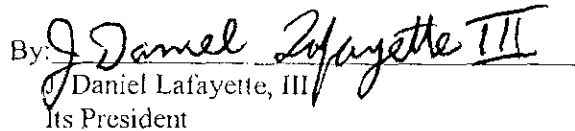
8. Agreement of Easements and Restrictive Covenants and Memorandum of Option between OM Minot Associates, LLC and OM Crystal River Associates, LLC and Lafayette Waterville, Inc., dated February 15, 2001 and recorded in Book 6408, Page 191 of the Kennebec County Registry of Deeds.

IN WITNESS WHEREOF, LAFAYETTE WATERVILLE, INC. has caused this instrument to be signed in its corporate name and sealed with its corporate seal by J. Daniel Lafayette, III, its President, hereunto duly authorized, this 14th day of January, 2005.

WITNESS:

LAFAYETTE WATERVILLE, INC.



By: 
Daniel Lafayette, III
Its President

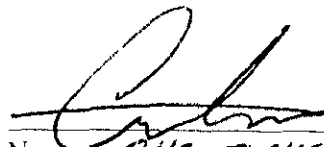
Hereunto Duly Authorized

STATE OF MAINE
COUNTY OF PENOBSCOT

January 14, 2005

Then personally appeared the above-named J. Daniel Lafayette, III, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,


Name: CHRISTOPHER J. AUSTIN
Notary Public
Maine Attorney-at-Law

19997/45505/44028-1re

Received Kennebec SS.
01/18/2005 8:27AM
Pages 3 Attest:
BEVERLY BUSTIN-HATHAWAY
REGISTER OF DEEDS